

TEXAS TRANSPORTATION COMMISSION

DALLAS County

MINUTE ORDER

Page 1 of 1

DALLAS District

On February 26, 2009, by Minute Order 111703, the Texas Transportation Commission (commission) authorized the Texas Department of Transportation (department) to enter into a comprehensive development agreement (CDA) for the design, construction, operation, and maintenance of the I-635 Managed Lanes Project (project). The department entered the CDA with LBJ Infrastructure Group LLC (Developer) on September 4, 2009. The project is being designed and constructed by Trinity Infrastructure, LLC (Trinity).

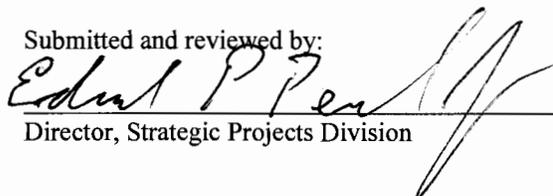
The project crosses the Dallas North Tollway (DNT) which is under the jurisdiction of the North Texas Tollway Authority (NTTA). NTTA intends to enter into a License and Use Agreement with the Developer and Trinity to provide a license to enter and use property in which the NTTA has a property interest (I-635/DNT Interchange Limits) for the purpose of designing, constructing, operating, and maintaining the improvements to I-635.

Trinity and Developer desire to obtain the necessary rights from the NTTA to design, construct, operate, and maintain that portion of the project crossing the I-635/DNT Interchange Limits, and the NTTA is willing to provide such rights, conditioned upon the department providing certain assurances to the NTTA relating to securing and restoring the project, the I-635/DNT Interchange Limits, and the DNT.

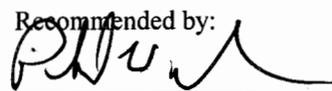
In the event of the termination of the License and Use Agreement between the Developer, Trinity and NTTA, including as a result of the expiration or termination of the CDA, TxDOT will need an agreement with NTTA to enter and use the property in which the NTTA has a property interest to secure and restore the project, the I-635/DNT Interchange Limits, and the DNT, and to construct, operate, and maintain the improvements to I-635 (Agreement).

IT IS THEREFORE ORDERED that the executive director of the department is hereby authorized to enter into an agreement with NTTA regarding the design, construction, operation, and maintenance of improvements to I-635 over and across the Dallas North Tollway and other property in which the NTTA has a property interest, to provide the assurances and carry out the purposes described in this order.

Submitted and reviewed by:


Director, Strategic Projects Division

Recommended by:


Executive Director

113078 APR 26 12

Minute Number Date Passed